

B 210A (Form 210A) (12/09)

United States Bankruptcy Court
Southern District of New York

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

HCN LP

Name of Transferee

Empyrean Investments, LLC

Name of Transferor

Name and Address where notices to transferee should be sent:

c/o Halcyon Asset Management LLC
477 Madison Avenue, 8th Floor
New York, NY 10022
Tel: 212-303-9487
Fax: 212-838-8299
Attn: Matt Seltzer
Email: mseltzer@halcyonllc.com

Court Claim # (if known): 66800

Amount of Claim Transferred: \$800,000.00

Date Claim Filed: June 7, 2010

Debtor: Lehman Brothers Special Financing Inc.

Phone: (212) 303-9487

Last Four Digits of Acct #: _____

Name and Address where transferee payments should be sent (if different from above):

Phone: _____

Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

HCN LP, as Transferee

By: Halcyon Offshore Asset Management LLC, Its Investment Manager

By: 
Name: James W. Sykes
Title: Managing Principal

Date: 2/20/13

By: 
Name: David Martino
Title: Controller

Date: 2/20/13

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both, 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

EMPYREAN INVESTMENTS, LLC, with offices at c/o Empyrean Capital Partners, LP, 10250 Constellation Blvd., Ste 2950, Los Angeles, CA 90067 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim Agreement dated as of the date hereof, does hereby certify that Seller has unconditionally and irrevocably sold, transferred and assigned to HCN LP, its successors and assigns ("Buyer"), all rights, title and interest in and to the claim of Seller against **Lehman Brothers Special Financing Inc.** (Claim No.: 66800) in the amount of \$800,000.00 (the "Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (jointly administered) (JMP).

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this Evidence of Transfer of Claim as an unconditional assignment and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned have duly executed this Evidence of Transfer of Claim by their duly authorized representatives as of the 30th day of January, 2013.

SELLER:

EMPYREAN INVESTMENTS, LLC

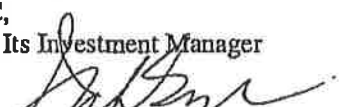
By: _____
Name:
Title:


Sterling Hathaway
Authorized Signatory

BUYER:

HCN LP

By: Halcyon Offshore Asset Management
LLC,
Its Investment Manager

By: 
Name: **James W. Sykes**
Title: **Managing Principal**

By: 
Name: **David Martino**
Title: **Controller**